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OF COUNSEL
WILLIAM G. CONLY

January 4, 2006

Honorable James H. Welsh
Commissioner of Conservation
State of Louisiana
Post Office Box 44275
Baton Rouge, Louisiana 70804-4275

Re: APPLICATION FOR PUBLIC HEARING.

Cotton Valley Zone, Reservoir A, KELLEYS FIELD,
Jackson Parish, Louisiana.

Dear Sir:

CLAYTON WILLIAMS ENERGY, INC. ("Applicant"), hereby respectfully applies for a public hearing to consider evidence relative to the issuance of an Order pertaining to the following matters relating to the Cotton Valley Zone, Reservoir A, in the Kelleys Field, Jackson Parish, Louisiana:

1. To redefine the Cotton Valley Zone, Reservoir A, in the Kelleys Field, INsofar AND ONLY INsofar as to the existing units designated CV RA SUA, CV RA SUB, CV RA SUC, CV RA SUD, CV RA SUI, CV RA SUJ, CV RA SUK and CV RA SUL, said units being shown on the attached plat, as being the stratigraphic equivalent of the gas and condensate bearing zone encountered between the measured depths of 11,175 feet and 14,920 feet in the Anadarko Petroleum Corporation (formerly Crystal Oil & Land Co.)--Davis Bros. E No. 1 Well, located in Section 16, Township 16 North, Range 2 West, Jackson Parish, Louisiana.

2. To confirm and continue in force and effect the units designated CV RA SUA, CV RA SUB, CV RA SUC, CV RA SUD, CV RA SUI, CV RA SUJ, CV RA SUK and CV RA SUL, created by Office of Conservation Order Nos. 633-D, effective August 20, 1980, and Order No. 633-D-2, effective September 17, 1981, as drilling and production units for the exploration for and production of gas and condensate from the Cotton Valley Zone, Reservoir A, as redefined herein.

3. Except to the extent contrary herewith, to continue in full force and effect the provisions of Office of Conservation Order No. 633-D, effective August 20, 1980, as amended and supplemented by the Order No. 633-D series of Orders.

4. To discuss such other matters as may be pertinent.

The Cotton Valley Zone, Reservoir A, in the Kelleys Field, Jackson Parish, Louisiana, is currently defined in Office of Conservation Order No. 633-D-3, effective February 5, 1982.

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Any pertinent data concerning this application will be available for inspection at the offices of Leon E. Comeaux & Associates, 305 LaRue France, Lafayette, Louisiana 70508. Any person wishing to inspect any such data should call Mr. Bill McAlister at (337) 233-9839 during normal business hours in order to arrange a date and time for such inspection. A copy of any such pertinent data which is not otherwise available from the records of the Louisiana Office of Conservation can be obtained from Applicant at the expense of the requesting party.

By letter dated December 22, 2005, Applicant gave notice, in accordance with the Revised Rules of Procedure, of its intention to apply for a public hearing concerning these proposals and set January 13, 2006, as the tentative date for the pre-application conference. No request for the conference was received within ten (10) days after the date of said letter; therefore, no pre-application conference was held.

Pursuant to the Revised Rules of Procedure, Applicant has made a reasonable effort to obtain the names and addresses of all Interested Owners, Represented Parties and Interested Parties to whom notice of this application is being sent and has attached hereto a list of the names and addresses of such parties. A copy of the unit plat (which is identical to the plat attached to the pre-application notice) is enclosed herewith, and a copy of this letter and of the attached plat is being sent to the District Manager of the Shreveport District of the Office of Conservation and to the Interested Owners, Represented Parties and Interested Parties as shown on the attached list.

Applicant will provide for posting of a copy of the Legal Notice of this hearing, and the enclosed plat, at a prominent place in the area affected and will cause publication of the Legal Notice in a newspaper published in the general area of Kelleys Field, all in accordance with the Revised Rules of Procedure. Furthermore, Applicant will mail a copy of the Legal Notice to all Interested Owners, Represented Parties and Interested Parties promptly upon receipt of the Legal Notice from the Commissioner.

Finally, enclosed herewith is our check payable to the Office of Conservation covering the application fee.

Yours very truly,


David L. Smelley

-- Attorney for Clayton Williams Energy, Inc.

DLS:dp

Enclosures

cc: Mr. Jim Broussard (w/encls.)
Mr. Kelly Beckham (w/encls.)
Mr. Bill McAlister (w/encls.)
Interested Owners, Represented Parties
and Interested Parties (w/plat only)

